

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re : Chapter 11
: Case No. 01-01139 (JKF)
W. R. GRACE & CO., *et al.*, : (Jointly Administered)
:
Debtors. : Objection Deadline: December 5, 2011
: Hearing Date: December 19, 2011 at 10:00
a.m.

**SUMMARY COVERSHEET TO FORTY-FIRST QUARTERLY FEE APPLICATION OF
DAY PITNEY LLP¹
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR APRIL 1, 2011 THROUGH JUNE 30, 2011**

Name of Applicant: **Day Pitney LLP**

Authorized to Provide Professional Services to: **W. R. GRACE & CO., *et al.***

Date of Retention: **May 30, 2001 (*nunc pro tunc* to April 2, 2001)**

Period for which compensation and reimbursement is sought: **April 1, 2011 through June 30, 2011**

Amount of Compensation sought as actual, reasonable, and necessary: **\$27,045.50**

Amount of Expense Reimbursement sought as actual, reasonable, and necessary: **\$0.00**

This is a: ___ monthly **X** quarterly interim ___ final application

Note regarding preparation for fee application.²

¹ As of January 1, 2007 and as the result of a merger, Pitney Hardin LLP became known as Day Pitney LLP. A Notice of Name Change was filed on January 11, 2007 at docket entry #14287.

² Applicant will apply to recover compensation relating to this Fee Application in a subsequent application.

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
August 14, 2001 #793 CNO filed September 20, 2001 #943	4/2/01 – 4/30/01	\$13,859.50	\$7,239.68	Approved @ 80% (\$11,087. 60)	Approved @ 100%
August 14, 2001 #794 CNO filed September 20, 2001 #944	5/1/01 – 5/31/01	\$37,837.50	\$10,539.48	Approved @ 80% (\$30,270. 00)	Approved @ 100%
August 14, 2001 #795 CNO filed September 20, 2001 #946	6/1/01 – 6/30/01	\$29,079.00	\$10,548.57	Approved @ 80% (\$23,263. 20)	Approved @ 100%
August 14, 2001 #796; Approved 11/25/02 #3091	4/2/01 – 6/30/01	\$80,776.00	\$28,327.73	Approved @ 100%	Approved @ 100%
September 27, 2001 #967 Amended Exhibit B October 30, 2001 #1050 CNO filed October 31, 2001 #1062	7/1/01 – 7/31/01	\$33,349.00 Volun- tarily Reduced to \$32,429.00	\$11,075.18	Approved @ 80% (\$25,943. 20)	Approved @ 100%
October, 31, 2001 #1046 CNO filed November 28, 2001 #1259	8/1/01 – 8/31/01	\$60,105.00	\$8,715.77	Approved @ 80% (\$48,084. 00)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
November, 30, 2001 #1292 CNO filed 12/21/01 #1419	9/1/01 – 9/30/01	\$94,112.50	\$10,714.88	Approved @ 80% (\$75,290. 00)	Approved @ 100%
December 4, 2001 #1305 CNO filed 12/27/01 #1423	4/2/01 – 12/3/01	\$240,000.00	\$0.00	Contingency Matter Approved @80% (\$192,000. 00)	N/A
December, 11, 2001 #1331 CNO filed 1/9/02 #1477	10/1/01 – 10/31/01	\$68,805.50	\$23,481.14	Approved @ 80% (\$55,044. 40)	Approved @ 100%
January 9, 2002 #1481; Approved 11/25/02 #3091	7/1/01 – 9/30/01	\$186,646.50	\$30,505.83	Approved @ 100%	Approved @ 100%
February 26, 2001 #1723 CNO filed 4/17/02 #1936	11/1/01 – 11/30/01	\$62,334.50	\$7,507.05	Approved @ 80% (\$49,867. 60)	Approved @ 100%
February 26, 2001 #1722 CNO filed 4/17/02 #1937	12/1/01 – 12/31/01	\$85,347.50	\$10,019.15	Approved @ 80% (\$68,278. 00)	Approved @ 100%
March 27, 2002 #1868 CNO filed 4/18/02 #1942	1/1/02 – 1/31/02	\$38,823.00	\$11,182.95	Approved @ 80% (\$31,058. 40)	Approved @ 100%
March 28, 2002 #1871; Approved 11/25/02 #3091	10/1/01 – 12/31/01	\$456,487.00	\$28,241.08	Approved @ 100%	Approved @ 100%

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
April 17, 2002 #1938 CNO filed 5/9/02 #2031	2/1/02 – 2/28/02	\$67,270.10	\$8,972.08	Approved @ 80% (\$53,816. 08)	Approved @ 100%
May 6, 2002 #2061 CNO filed 6/7/02 #2187	3/1/02 – 3/31/02	\$30,424.00	\$6,076.45	Approved @ 80% (\$24,339. 20)	Approved @ 100%
June 19, 2002 #2259-60	1/1/02 – 3/31/02	\$136,517.10	\$26,231.48	Approved @ \$130,255.00	Approved @ 100%
June 12, 2002 # 2208 CNO filed 7/9/02 #2349	4/1/02 – 4/30/02	\$33,180.00	\$1,119.59	Approved @ 80% (\$26,544. 00)	Approved @ 100%
July 9, 2002 #2349 CNO filed 7/30/02 #2468	5/1/02 – 5/31/02	\$10,995.50	\$9,230.90	Approved @ 80% (\$8,796.40)	Approved @ 100%
August 23, 2002 #2596 CNO filed 9/17/02 #2696	6/1/02 – 6/30/02	\$28,403.00	\$3,922.05	Approved @ 80% (\$22,722. 40)	Approved @ 100%
September 20, 2002 #2719 and 2721; Approved 11/25/02 #3092	4/1/02 – 6/30/02	\$72,578.50	\$14,272.56	Approved @ 100%	Approved @ 100%
October 22, 2002 #2858 CNO filed 11/13/02 #2971	7/1/02 – 7/31/02	\$102,925.00	\$17,692.88	Approved @ 80% (\$82,340. 00)	Approved @ 100%
November 14, 2002 #2977 CNO Filed 12/11/02 # 3139	8/1/02 – 8/31/02	\$51,745.50	\$7,075.39	Approved @ 80% (\$41,396. 40)	Approved @ 100%
November 20, 2002 #3039 CNO filed 12/11/02 # 3135	9/1/02 – 9/30/02	\$29,291.10	\$4,744.95	Approved @ 80% (\$23,432. 88)	Approved @ 100%
November 27, 2002 #3084 & #3087 Order filed 3/14/03;	7/1/02 – 9/30/02	\$183,969.60	\$29,513.22	Approved for \$182,143.10	Approved

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
#3511					
December 16, 2002 #3165 CNO filed 1/14/03 #3250	10/1/02 – 10/31/02	\$26,061.00	\$5,340.26	Approved @ 80% (\$20,848.80)	Approved @ 100%
December 27, 2002 #3198 Order signed 3/3/03 # 3446	4/4/01 – 12/3/01	\$240,000.00	N/A	Approved	N/A
January 13, 2003 #3238 CNO filed 2/6/03 #3227	11/1/02 – 11/30/02	\$28,150.50	\$4,980.91	Approved @ 80% (\$22,520.40)	Approved @ 100%
February 6, 2003 #3345 CNO filed 3/27/03 #3557	12/1/02 – 12/31/02	\$21,414.00	\$3,594.17	Approved @ 80% (\$17,131.20)	Approved @ 100%
February 14, 2003 Order signed on 7/28/03	10/1/03 – 12/31/03	\$75,625.50	\$13,915.34	Approved for \$72,625.50	Approved @ 100%
March 21, 2003 # 3536 CNO filed 4/15/03 #3666	1/1/03 – 1/31/03	\$77,836.00	\$6,477.81	Approved @ 80% (\$62,268.80)	Approved @ 100%
April 22, 2003 #3701 CNO filed 5/15/03 #3794	2/1/03 – 2/28/03	\$28,050.00	\$3,923.92	Approved @ 80% (\$22,440.00)	Approved @ 100%
May 28, 2003 #3836 CNO filed 7/3/03 #3999	3/1/03 – 3/31/03	\$14,142.00	\$471.79	Approved @ 80% (\$11,313.60)	Approved @ 100%
June 3, 2003 #3864 Order signed 9/22/03 #4480	1/1/03 – 3/31/03	\$120,028.00	\$10,873.52	Approved for \$118,379.00	Approved @ 100%
June 18, 2003 #3912 CNO filed 7/11/03 #4054	4/1/03 – 4/30/03	\$21,507.50	\$370.10	Approved @ 80% (\$17,206.00)	Approved @ 100%
August 7, 2003 #4181 CNO filed 9/24/03 #4475	5/1/03 – 5/31/03	\$22,184.50	\$864.72	Approved @ 80% (\$17,747.60)	Approved @ 100%
September 9, 2003 #4407	6/1/03 – 6/30/03	\$28,764.50	\$9,472.70	Approved @ 80%	Approved @ 100%

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Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
CNO filed 10/2/03 #4524				(\$23,011.60)	
September 26, 2003 #4495 & 4496	4/1/03 – 6/30/03	\$72,456.50	\$10,707.52	Approved for \$72,456.50	Approved @ 100%
October 17, 2003 #4583 CNO filed 11/12/03 #4685	7/1/03 – 7/31/03	\$11,104.50	\$2,829.93	Approved @ 80% (\$8,883.60)	Approved @ 100%
November 6, 2003 #4666 CNO filed 12/9/03 #4798	8/1/03 – 8/31/03	\$3,427.50	\$2,242.92	Approved @ 80% (\$2,742.00)	Approved @ 100%
November 25, 2003 #4751 CNO filed 12/16/03 #4813	9/1/03 – 9/30/03	\$9,912.00	\$2,311.40	Approved @ 80% (\$7,929.60)	Approved @ 100 %
December 16, 2003 #4822 & 4823 Order filed 4/26/04	7/1/03- 9/30/03	\$24,444.00	\$7,370.04	Approved for \$24,440.00	Approved @ 100%
November 25, 2003 # 4752 CNO filed 12/16/03 #4814	10/1/03- 10/31/03	\$6,779.00	\$3,507.88	Approved @ 80% (\$5,423.20)	Approved @ 100%
December 31, 2003 #4893 CNO filed 2/3/04 #5052	11/1/03 – 11/30/03	\$16,464.50	\$2,478.06	Approved @ 80% (\$13,171.60)	Approved @ 100%
February 20, 2004 #5144 CNO filed 4/1/04 #5459	12/1/03 – 12/31/03	\$18,088.50	\$2,839.22	Approved @ 80% (\$14,470.80)	Approved @ 100%
February 25, 2004 #5165 Order filed 6/16/04 #5822	10/1/04 – 12/31/04	\$41,332.00	\$8,825.16	Approved for \$41,332.00	Approved @ 100%
March 29, 2004 #5362 CNO filed 4/22/04	1/1/04 – 1/31/04	\$39,097.50	\$2,315.38	Approved @ 80% (\$31,278.00)	Approved @ 100%
April 20, 2004 #5464 CNO filed 6/22/04 #5872	2/1/04 – 2/29/04	\$61,379.50	\$2,435.48	Approved @ 80% (\$49,103.60)	Approved @ 100%
June 1, 2004	3/1/04 –	\$266,775.00	\$9,819.15	Approved @	Approved

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#5678 CNO filed 6/22/04 #5873	3/31/04			80% (\$213,420.00)	@ 100%
June 9, 2004 #5766 & 5767 Order filed 9/27/04 #6465	1/1/04 – 3/31/04	\$367,258.00	\$14,570.01	Approved @ 100% (\$367,258.00)	Approved @ 100%
July 1, 2004 #5915 CNO filed 7/28/04	4/1/04 – 4/30/04	\$242,320.50	\$33,506.28	Approved @ 80% (\$293,806.40)	Approved @ 100%
July 29, 2004 #6066 CNO filed 8/19/04 #6219	5/1/04 – 5/31/04	\$205,386.50	\$3,393.87	Approved @ 80% (\$164,309.20)	Approved @ 100%
August 12, 2004 #6162 CNO filed 9/7/04 #6325	6/1/04 – 6/30/04	\$181,394.50	\$41,141.14	Approved @ 80% (\$145,115.60)	Approved @ 100%
September 1, 2004 ## 6302; 6303 Order filed 1/26/05 #7622	4/1/04 – 6/30/04	\$629,101.50	\$78,003.35	Approved for \$629,101.50	Approved @ 100%
September 17, 2004 #6416 CNO filed 10/13/04 #6609	7/1/04- 7/31/04	\$22,957.00	\$8,896.12	Approved @ 80% (\$18,365.60)	Approved @ 100%
October 14, 2004 #6631 CNO filed 11/9/04 #6854	8/1/04- 8/31/04	\$28,122.50	\$2,338.02	Approved @ 80% (22,490.00)	Approved @ 100%
November 16, 2004 #6943 CNO filed 12/13/04 #7152	9/1/2004- 9/30/2004	\$25,615.50	\$3,246.99	Approved @ 80% (20,492.40)	Approved @ 100%
November 17, 2004 #6966 Order filed 3/22/05 #8081	7/1/04- 9/30/04	\$76,695.00	\$14,481.13	Approved for \$76,695.00	Approved @ 100%
December 16, 2004 #7198 CNO filed 1/25/05 #7621	10/1/04 – 10/31/04	\$27,632.50	\$4,766.94	Approved @ 80% (22,106.00)	Approved @ 100%
January 10, 2005 #7521 CNO filed 2/2/05 #7670	11/1/04 – 11/30/04	\$31,261.00	\$11,977.87	Approved @ 80% (25,008.80)	Approved @ 100%
February 11, 2005 #7745	12/1/04- 12/31/04	\$112,852.00	\$4,502.70	Approved @ 80%	Approved @ 100%

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Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
CNO filed 3/8/05 #7992				(\$90,281.60)	
March 16, 2005 ##8051-52 Order filed 6/29/05 #8728	10/1/04- 12/31/04	\$171,475.50	\$21,247.51	Approved for \$171,475.50	Approved @ 100%
March 18, 2005 #8076 CNO filed 4/26/05 #8286	1/1/05- 1/31/05	\$44,219.00	\$3,351.01	Approved @ 80% (\$35,375.50)	Approved @ 100%
May 10, 2005 #8391 CNO filed 6/24/05 #8683	2/1/05- 2/28/05	\$38,780.50	\$7,826.47	Approved @ 80% (\$31,024.40)	Approved @ 100%
May 16, 2005 #8443 CNO filed 6/24/05 #8684	3/1/05 – 3/31/05	\$42,702.00	\$3,222.62	Approved @ 80% (\$34,161.60)	Approved @ 100%
May 26, 2005 ##8511-12 Order filed 9/27/05 #9513	1/1/05 – 3/31/05	\$125,701.50	\$14,400.10	Approved for \$125,701.50	Approved @ 100%
June 27, 2005 #8691 CNO filed 7/26/05 #9090	4/1/05- 4/30/05	\$76,920.50	\$3,699.77	Approved @ 80% (\$61, 536.40)	Approved @ 100%
July 20, 2005 #9035 CNO filed 8/19/05 #9220	5/1/05- 5/31/05	\$73,041.00	\$4,608.05	Approved @ 80% (\$57,112.80)	Approved @ 100%
August 11, 2005 #9175 CNO filed 9/8/05 #9360	6/1/05 – 6/30/05	\$246,447.50	\$5,298.28	Approved @ 80% (\$197,158.00)	Approved @ 100%
August 19, 2005 #9210 Order filed 12/21/05 #11402	4/1/05 – 6/30/05	\$396,409.00	\$13,606.10	Approved for \$396, 409.00	Approved @ 100%
October 4, 2005 #9572 CNO filed 10/31/05 #10938	7/1/05 – 7/31/05	\$363,936.00	\$10,742.66	Approved @ 80% (\$291,148.80)	Approved @ 100%
October 20, 2005 #9708 CNO filed 11/15/05 #11091	8/1/05 – 8/31/05	\$276,504.50	\$21,554.17	Approved @ 80% (\$221,203.60)	Approved @ 100%
November 23, 2005 #11156 CNO filed December 16, 2005 #11359	9/1/05 – 9/30/05	\$243,011.00	\$7,658.60	Approved @ 80% (\$194,408.80)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
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November 23, 2005 #11162 Order filed 3/27/06 #12121	7/1/05 – 9/30/05	\$883,451.50	\$39,955.43	Approved for \$883,451.50	Approved @ 100%
January 31, 2006 #11681 CNO filed 3/9/06 #12027	10/1/05 – 10/31/05	\$189,747.50	\$9,364.24	Approved @ 80% (\$151,798.00)	Approved @ 100%
January 31, 2006 #11677 CNO filed 3/9/06 #12024	11/1/05 – 11/30/05	\$170,059.00	\$25,007.67	Approved @ 80% (\$136,047.20)	Approved @ 100%
February 14, 2006 #11774 CNO filed 3/9/06 #12028	12/1/05 – 12/31/05	\$135,672.00	\$2,489.35	Approved @ 80% (\$108,537.60)	Approved @ 100%
February 14, 2006 #11785 Order filed 6/16/06 #12660	10/1/05 – 12/31/05	\$495,478.50	\$36,861.26	Approved for \$495,478.50	Approved @ 100%
April 5, 2006 #12205 CNO filed 5/20/06 # 12479; Amended CNO filed 6/7/06 #12612	1/1/06- 1/31/06	\$136,335.50	\$7,996.90	Approved @ 80% (\$109,084.40)	Approved @ 100%
April 14, 2006 #12243 CNO filed 5/20/06 #12478	2/1/06 – 2/28/06	\$101,184.50	\$6,294.63	Approved @ 80% (\$809,947.60)	Approved @ 100%
July 19, 2006 #12834 CNO filed 8/9/06 #12953	3/1/06 – 3/31/06	\$108,740.50	\$25,246.79	Approved @ 80% (\$86,992.40)	Approved @ 100%
July 19, 2006 #12834 Order filed 9/26/06 #13298	1/1/06 - 3/31/06	\$346,260.50	\$39,538.32	Approved for \$346,260.50	Approved @ 100%
July 19, 2006 #12834 CNO filed 8/9/06 #12954	4/1/06 – 4/30/06	\$47,442.00	\$363.81	Approved@ 80% (\$37,953.60)	Approved @ 100%
August 2, 2006	5/1/06 –	\$40,694.00	\$16,160.02	Approved @	Approved

		REQUESTED		APPROVED	
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#12907 CNO filed 8/29/06 #13096	5/31/06			80% (\$32,555.20)	@ 100%
August 3, 2006 #12920 CNO filed 8/29/06 #13097	6/1/06 – 6/30/06	\$52,860.00	\$11,368.11	Approved @ 80% (\$42,288.00)	Approved @ 100%
August 8, 2006 #12949 Order filed 12/19/06 #14069	4/1/06 – 6/30/06	\$140,996.00	\$27,891.94	Approved for \$140,996.00	Approved @ 100%
September 5, 2006 #13136 CNO filed 9/28/06 #13315	7/1/06 – 7/31/06	\$16,131.00	\$12,069.87	Approved @ 80% (\$33,830.40)	Approved @ 100%
September 28, 2006 #13317 CNO filed 10/25/06 #13469	8/1/06- 8/31/06	\$36,807.00	\$184.24	Approved @ 80% (\$29,445.60)	Approved @ 100%
October 30, 2006 #13526 CNO filed 12/4/06 #13909	9/1/06- 9/30/06	\$14,467.00	\$470.65	Approved @ 80% (\$11,573.60)	Approved @ 100%
October 30, 2006 #13535 Order filed 3/30/07 #15044	7/1/06- 9/30/06	\$67,405.00	\$12,724.76	Approved @ \$67,405.00	Approved @ 100%
December 5, 2006 #13930 CNO filed 1/2/07 #14196	10/1/06- 10/31/06	\$26,557.50	\$0.00	Approved @ 80% (\$21,246.00)	\$0.00
December 28, 2006 #14179 CNO filed 1/25/07 #14394	11/1/06 – 11/30/06	\$23,552.00	\$1,048.56	Approved @ 80% (\$18,841.60)	Approved @ 100%
January 30, 2007 #14434 CNO filed 2/21/07 #14627	12/1/06- 12/31/06	\$30,737.00	\$255.69	Approved @ 80% (\$24,589.60)	Approved @ 100%
January 30, 2007 #14435 Order filed 6/20/07 #16105	10/1/06- 12/31/06	\$80,846.50	\$1,304.25	Approved @ \$80,846.50	Approved @ 100%

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March 1, 2007 #14723 CNO filed 3/22/07 #14939	1/1/07- 1/37/07	\$63,053.50	\$1,265.56	Approved @ 80% (\$50,442.80)	Approved @ 100%
April 4, 2007 #15091 CNO filed 5/2/07 #15490	2/1/07 – 2/28/07	\$36,914.00	\$1,658.23	Approved @ 80% (\$29,531.20)	Approved @ 100%
May 3, 2007 #15515 CNO filed 5/24/07 #15807; Amended CNO filed 6/1/07 #15943	3/1/07 – 3/31/07	\$39,900.00	\$107.93	Approved @ 80% (\$31,920.00)	Approved @ 100%
May 10, 2007 #15638 Order filed 9/25/04 #16916	1/1/07- 3/31/07	\$139,867.50	\$3,031.72	Approved @ \$139,867.50	Approved @ 100%
June 1, 2007 #15924 CNO filed 6/22/07 #16133	4/1/07 – 4/30/07	\$38,637.00	\$686.36	Approved @ 80% (\$30,909.60)	Approved @ 100%
July 9, 2007 #16252 CNO filed 7/31/07 #16446	5/1/07 – 5/31/07	\$40,494.50	\$39.68	Approved @ 80% (\$32,495.60)	Approved @ 100%
July 27, 2007 #16399 CNO filed 8/17/07 #16593	6/1/07 – 6/30/07	\$55,820.00	\$311.01	Approved @ 80% (\$44,656.60)	Approved @ 100%
July 27, 2007 #16400 Order filed 9/25/04 #17629	4/1/07 – 6/30/07	\$134,951.50	\$1,037.05	Approved @ \$134,951.50	Approved @ 100%
August 28, 2007 #16650 CNO filed 9/18/07 #16876	7/1/07 – 7/31/07	\$51,718.50	\$375.00	Approved @ 80% (\$41,374.80)	Approved @ 100%
September 28, 2007 #16940 CNO filed 10/22/07 #17109	8/1/07 – 8/31/07	\$27,529.50	\$2,297.39	Approved @ 80% (\$22,023.60)	Approved @ 100%

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October 29, 2007 #17179 CNO filed 11/20/07 #17415	9/1/07- 9/30/07	\$7,007.50	\$304.50	Approved @ 80% (\$5,606.00)	Approved @ 100%
October 29, 2007 #17188 Order filed 3/12/08 #18270	7/1/07- 9/30/07	\$86,255.50	\$2,976.44	Approved @ \$85,900.50	Approved @ 100%
November 28, 2007 #17472 CNO filed 12/19/07	10/1/07 – 10/31/07	\$11,545.00	\$187.35	Approved @ 80% (\$9,236.00)	Approved @ 100%
December 28, 2007 #17724 CNO filed 1/22/08	11/1/07 – 11/30/07	\$23,387.00	\$0.00	Approved @ 80% (\$18,709.60)	N/A
January 28, 2008 #17900 CNO filed 2/19/08 #18067	12/1/07 – 12/31/07	\$23,822.50	\$73.90	Approved @ 80% (\$19,058.00)	Approved @ 100%
January 28, 2008 #17902 Order filed 6/23/08 #18989	10/1/07- 12/31/07	\$58,754.50	\$261.25	Approved @ \$58,754.50	Approved @ 100%
February 28, 2008 #18142 CNO filed 3/21/08 #18360	1/1/08 – 1/31/08	\$35,066.50	\$1,067.95	Approved @ 80% (\$28,053.20)	Approved @ 100%
March 28, 2008 #18411 CNO filed 4/18/08 #18568	2/1/08 – 2/29/08	\$76,925.00	\$644.83	Approved @ 80% (\$61,540.00)	Approved @ 100%
April 30, 2008 #18640 CNO filed 5/21/08 #18766	3/1/08 – 3/31/08	\$11,642.00	\$617.65	Approved @ 80% (\$9,313.60)	Approved @ 100%
April 30, 2008 #18651 Order filed 10/1/08 #19663	1/1/08 – 3/31/08	\$123,633.50	\$2,330.43	Approved @ \$126,633.50	Approved @ 100%
May 28, 2008 #18801 CNO filed 6/19/08	4/1/08 - 4/30/08	\$9,450.00	\$159.12	Approved @ 80% (\$7,560.00)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
#18963					
June 30, 2008 #19015 CNO filed 7/22/08 #19124	5/1/08 – 5/31/08	\$19,981.50	\$32.92	Approved @ 80% (\$15,985.20)	Approved @ 100%
July 29, 2008 #19192 CNO filed 8/19/08 #19339	6/1/08 – 6/30/08	\$31,809.00	\$203.71	Approved @ 80% (\$25,447.20)	Approved @ 100%
July 29, 2008 #19193 Order filed 12/17/08 #20283	4/1/08 – 6/30/08	\$61,240.50	\$395.75	Approved @ \$61,240.50	Approved @ 100%
August 28, 2008 #19404 CNO filed 9/19/08 #19575	7/1/08 – 7/31/08	\$34,325.00	\$201.33	Approved @ 80% (\$27,460.00)	Approved @ 100%
September 29, 2008 #19635 CNO filed 10/22/08 #19831	8/1/08 – 8/31/08	\$8,748.50	\$182.99	Approved @ 80% (\$6,998.80)	Approved @ 100%
October 28, 2008 #19869 CNO filed 11/18/08 #20089	9/1/08 – 9/30/08	\$7,063.00	\$86.52	Approved @ 80% (\$5,650.40)	Approved @ 100%
October 28, 2008 #19902 (Objections due 11/17/08; Hearing scheduled for 4/1/09) Order filed 4/1/09 #21173	7/1/08 – 9/30/08	\$50,136.50	\$470.84	Approved @ \$50,136.50	Approved @ \$470.84
December 1, 2008 #20163 CNO filed 12/23/08 #20347	10/1/08 – 10/31/08	\$10,083.50	\$95.20	Approved @ 80% (\$8,066.80)	Approved @ 100%
January 14, 2009 #20519 CNO filed 2/4/09 #20677	11/1/08 – 11/30/08	\$16,599.00	\$126.36	Approved @ 80% (\$13,279.20)	Approved @ 100%

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
January 29, 2009 #20637 CNO filed 2/19/09 #20765	12/1/08 - 12/31/08	\$5,547.00	\$122.45	Approved @ 80% (\$4,437.60)	Approved @ 100%
Jan. 27, 2009 #20638 Hearing scheduled for 6/29/09 Order filed 7/7/09 #22354	10/1/08 – 12/31/08	\$32,229.50	\$344.01	Approved @ \$32,229.50	Approved @ \$344.01
March 9, 2009 #20951 CNO filed 3/31/09 #21166	1/1/09 - 1/31/09	\$14,027.50	\$0.00	Approved @ 80% (\$11,222.00)	Approved @ 100%
April 1, 2009 #21172 CNO filed 4/22/09 #21370	2/1/09 – 2/28/09	\$4,633.00	\$0.00	Approved @ 80% (\$3,706.40)	Approved @ 100%
April 29, 2009 #21473 CNO filed May 20, 2009 #21807	3/1/09 – 3/31/09	\$12,087.00	\$4.00	Approved @80% (9,669.60)	Approved @ 100%
May 5, 2009 #21547 Hearing scheduled for 9/22/09 Order filed 9/28/09 #23353	1/1/09 – 3/31/09	\$30,747.50	\$4.00	Approved @ \$30,747.50	Approved @ \$4.00
June 2, 2009 #21954 CNO filed June 23, 2009	4/1/09 – 4/30/09	\$9,891.00	\$0.00	Approved @ 80% (\$7,912.80)	Approved @ 100%
July 14, 2009 #22456 CNO filed	5/1/09 – 5/31/09	\$7,579.00	\$23.00	Approved @ 80% (\$6,063.20)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
August 4, 2009					
August 19, 2009 #22870 CNO filed Sept. 10, 2009 #23211	6/1/09 – 6/30/09	\$7,570.00	\$30.36	Approved @ 80% (\$6,056.00)	Approved @ 100%
Sept. 8, 2009 #23201 Hearing scheduled for Dec. 14, 2009 Approved March 5, 2010 #24406	4/1/09 – 6/30/09	\$25,040.00	\$53.36	Approved @ \$25,040.00	Approved @ \$53.36
Sept. 30, 2009 #23377 CNO filed Oct. 21, 2009 #23546	7/1/09 – 7/31/09	\$3,529.50	\$0.00	Approved @ 80% (\$2,823.60)	Approved @ 100%
Oct. 28, 2009 #23601 CNO filed Nov. 19, 2009 #23794	8/1/09 – 8/31/09	\$8,385.00	\$0.00	Approved @ 80% (\$6,708.00)	Approved @ 100%
Nov. 19, 2009 #23798 CNO filed Dec. 10, 2009 #23993	9/1/09 – 9/30/09	\$22,428.00	\$48.96	Approved @ 80% (\$17,942.40)	Approved @ 100%
Dec. 30, 2009 #24093 CNO filed Jan. 20, 2010 #24172	10/1/09 – 10/31/09	\$14,163.50	\$0.00	Approved @ 80% \$11,330.80	Approved @ 100%
Jan. 7, 2010 #24123 Hearing scheduled for Mar. 22, 2010 Approved May 28, 2010 #24856	7/1/09 – 9/30/09	\$34,342.50	\$48.96	Approved @ \$34,342.50	Approved @ \$48.96

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
Feb. 3, 2010 #24231 CNO filed Feb. 23, 2010 #24337	11/1/09 – 11/30/09	\$4,632.00	\$0.00	Approved @ 80% \$3,705.60	Approved @ 100%
Feb. 12, 2010 #24277 CNO filed Mar. 5, 2010 #24409	12/1/09 – 12/31/09	\$4,323.00	\$0.00	Approved @ 80% \$3,458.40	Approved @ 100%
Mar. 23, 2010 #24487 CNO filed April 13, 2010 #24605	1/1/10 – 1/31/10	\$3,352.50	\$0.00	Approved @ 80% \$2,682.00	Approved @ 100%
April 1, 2010 #24558 CNO filed April 22, 2010 #24658	2/1/10 – 2/28/10	\$1,845.50	\$0.00	Approved @ 80% \$1,476.40	Approved @ 100%
April 27, 2010 #24679 Hearing scheduled for June 7, 2010 Order filed 9/3/10 #25334	10/1/09 – 12/31/09	\$23,118.50	\$0.00	Approved @ \$23,118.50	Approved @ \$0.00
May 14, 2010 #24771 CNO filed June 4, 2010 #24909	3/1/10 – 3/31/10	\$8,830.00	\$221.20	Approved @ 80% \$7,064.00	Approved @ 100% \$221.20
June 3, 2010 #24903 CNO filed June 24, 2010 #24978	4/1/10 – 4/30/10	\$5,195.00	\$61.39	Approved @ 80% \$4,156.00	Approved @ 100% \$61.39
June 29, 2010 #25009 Hearing scheduled for Sept. 13 2010	1/1/10 – 3/31/10	\$14,028.00	\$221.20	Pending	Pending

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
June 30, 2010 #25018 CNO filed July 21, 2010 #25097	5/1/10 – 5/31/10	\$19,304.50	\$517.60	Approved @ 80% \$15,443.60	Approved @ 100% \$517.60
August 2, 2010 #25150 CNO filed August 24, 2010 #25263	6/1/10 – 6/30/10	\$16,835.50	\$0.00	Approved @ 80% \$13,468.40	Approved @ 100%
August 5, 2010 #25176 Hearing scheduled for Dec. 13, 2010	4/1/10 – 6/30/10	\$41,335.00	\$587.99	Pending	Pending
Sept. 14, 2010 #25409 CNO filed Oct. 5, 2010 #25555	7/1/10 – 7/31/10	\$25,138.50	\$0.00	Approved @ 80% \$20,110.80	Approved @ 100%
Oct. 7, 2010 #25565 CNO filed Oct. 28, 2010 #25661	8/1/10 – 8/31/10	\$42,225.00	\$0.00	Approved @ 80% \$33,780.00	Approved @ 100%
Nov. 10, 2010 #25732 CNO Filed Dec. 1, 2010 #25848	9/1/10 – 9/30/10	\$8,169.00	\$44.57	Approved @ 80% 6,535.20	Approved @ 100%
Nov. 17, 2010 #25768 Hearing scheduled for March 28, 2011	7/1/10 – 9/30/10	\$75,532.50	\$44.57	Pending	Pending
December 10, 2010 #25911 CNO Filed January 3, 2011 #26006	10/1/10 – 10/31/10	\$1,063.00	\$0.00	Approved @ 80% \$850.40	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
January 7, 2011 #26043 CNO filed January 31, 2011 #26153	11/1/10 – 11/30/10	\$1,924.50	\$0.00	Approved at 80% \$1,539.60	Approved @ 100%
February 9, 2011 #26229 CNO filed March 2, 2011 # 26478	12/1/10 – 12/31/10	\$1005.50	\$0.00	Approved @ 80% \$804.40	Approved @ 100%
May 12, 2011 #26924 CNO filed June 6, 2011 #27037	3/1/11 – 3/31/11	\$2,775.50	\$0.00	Approved @ 80% \$2,220.40	Approved @ 100%
June 21, 2011 #27120 CNO filed July 12, 2011 #27245	4/1/11 – 4/30/11	\$22,255.50	\$0.00	Approved @ 80% \$17,804.40	Approved @ 100%
July 21, 2011 Hearing scheduled for September 26, 2011 Order entered September 20, 2011, #27622	1/1/11 – 3/31/11	\$2,775.50	\$0.00	Approved @ 100%	Approved @ 100%
August 9, 2011 #27400 CNO filed August 30, 2011 #27529	5/1/11 – 5/31/11	\$1,820.00	\$0.00	Approved @ 80% \$1,456.00	Approved @ 100%
September 21, 2011	6/1/11- 6/30/11	\$2,970.00	\$0.00	Pending	Pending
October 3, 2011 #27710 CNO filed October 24, 2011 #27819	7/1/11 – 7/31/11	\$3,404.00	\$0.00	Approved @ 80% \$2,723.20	Approved @ 100%
November 3, 2011	8/1/11 – 8/31/11	\$430.00	\$0.00	Pending	Pending

**SUMMARY OF COMPENSATION FOR THE FEE PERIOD
APRIL 1, 2011 THROUGH JUNE 30, 2011**

Name of Professional Person	Year Admitted	Hourly Billing Rate	Total Billed Hours	Total Compensation (\$)
PARTNERS				
Anthony J. Marchetta	1974	\$670.00	18.8	\$12,596.00
William S. Hatfield	1993	\$435.00	11.1	\$4,828.50
Colleen Donovan	1987	\$460.00	2.1	\$966.00
Scott A. Zuber	1987	\$525.00	0.2	\$105.00
COUNSEL				
Brian E. Moffitt	1992	\$435.00	16.9	\$7,351.5
ASSOCIATES				
Jonathan E. Gates	2006	\$325.00	1.7	\$552.50
PARALEGAL S				
Sue Parker	N/A	\$190.00	3.4	\$646.00
Grand Total Time Reports (Hours and Dollars) for the Fee Period April 1, 2011 through June 30, 2011			54.2	\$27,045.50

SUMMARY OF EXPENSES FOR THE FEE PERIOD
APRIL 1, 2011 THROUGH JUNE 30, 2011

None.

COMPENSATION BY PROJECT CATEGORY FOR THE FEE PERIOD					
PROJECT CATEGORIES	Total of April 1, 2011 - April 30, 2011	Total of May 1, 2011 - May 31, 2011	Total of June 1, 2011 - June 30, 2011	Total of April 1, 2011 through June 30, 2011	Total of April 2, 2001 - June 30, 2011
01 - Asset Analysis and Recovery				\$ -	\$ 3,888.50
02 - Asset Disposition				\$ -	\$ 13,881.00
03 - Business Operations				\$ -	\$ 381,336.50
04 - Case Administration	\$22,255.50			\$22,255.50	\$1,726,499.10
05 - Claims Analysis, Objection, & Resolution (Asbestos)				\$ -	\$ 6,449.00
06 - Claims Analysis, Objection, & Resolution (Non-asbestos)					
07 - Committee, Creditors', Noteholders' or Equity Holders'				\$ -	\$ 1,830.00
08 - Employee Benefits/ Pension					
09 - Employment Applications, Applicant				\$ -	\$ 882.00
10 - Employment Applications, Others					
11 - Fee Applications, Applicant		\$162.50	\$495.00	\$658	\$169,030.00
12 - Fee Applications, Others				\$ -	\$ 1,179.00
13 - Financing				\$ -	\$ 201.00
14 - Hearings				\$ -	\$ 72,325.50
15 - Litigation and Litigation Consulting		\$1,657.50	\$2,475.00	\$4,132.50	\$3,755,679.5
16 - Plan and Disclosure Statement				\$ -	\$ 41,393.00
17 - Relief from Stay Proceedings				\$ -	\$ 185.50
18 - Tax Issues					\$ 4,247.00
19 - Tax Litigation					
20 - Travel - Non Working					
21 - Valuation					
22 - ZAI Science Trial					
23 - ZAI Science Trial - Expenses					
24 - Other				\$ -	\$ 11,459.00
25 - Accounting/Auditing					
26 - Business Analysis					
27 - Corporate Finance					
28 - Data Analysis					
TOTAL - FEES	\$22,255.50	\$ 1,820.00	\$ 2,970.00	\$27,045.50	\$ 6,190,465.60
TOTAL - EXPENSES	\$0.00	\$ -	\$ -	\$ -	\$ 535,222.17
TOTAL FEES AND EXPENSES	\$22,255.50	\$ 1,820.00	\$ 2,970.00	\$27,045.50	\$ 6,725,687.77

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

Is this)	Chapter 11
W. R. GRACE & CO., INC.,)	Case No. 01-01138 (LTP)
)	(Priority Administration)
Debit.)	

ORDER AUTHORIZING THE RETENTION AND
EMPLOYMENT OF MONEY, HANDS, KIPS & SUCH ETC.
AS OFFICIAL COUNSEL, TO THE DIRECTOR.

Upon the application (the "Application") of the above-captioned laborer and others-to-possessions (collectively, the "Debtors") seeking entry of an order under sections 3371(a) and 3384(a) of title 11 of the United States Code (as amended, the "Bankruptcy Code") authorizing the Debtors to employ and retain Plowy, Plunke, Klyp & Sauch LLP ("PPLKS") as special counsel for the Debtors with respect to the specified matters set forth in the Application, and upon the Affidavit of Anthony J. Marchese submitted in support of the Application; and it appearing that the relief requested is in the best interest of the Debtors' estates and their creditors and other parties in interest; and it appearing that this is a core matter under 28 U.S.C. § 157; and

[illegible]

3

it is further

ORDERED that the Order shall become effective immediately upon its entry, and

advisative expense of the Debtor's estate; and it is further,

ORDERED that the above fees and expense of FRIK shall be an

allowed necessary, actual and reasonable expense; and it is further

Attorney's of Anthony J. Marotta in support of the Application, and shall be reimbursed for all

professionals in this case, and in accordance with the terms set forth in the Application and the

Bankruptcy Code and any further or other Order of this Court concerning compensation of

ORDERED that FRIK shall be compensated under sections 330 and 331 of the

expended proceedings; and it is further

forth in the Application is hereby approved, more precisely to the petition date of the above

the retention and employment of FRIK is special counsel to the Debtor for the purposes set

ORDERED that pursuant to sections 327(a) and 328(a) of the Bankruptcy Code,

ORDERED that the Application is GRANTED; and it is further

NOW, THEREFORE, IT IS ORDERED:

Application;

having been given of the Application; and good and sufficient cause existing to grant the

FRIK's employment as further described in the Application as reasonable; and adequate notice

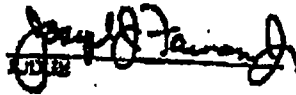
returned set forth in the Bankruptcy Code; and it appearing that the terms and conditions of

with respect to the matters on which FRIK is to be employed, and meets all requirements for

it appearing that FRIK does not represent any interest adverse to the Debtor or their estate

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: May 30, 2001


JOSEPH B. FANNING

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE and CO., <i>et al.</i> ¹ ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: December 5, 2011
	:	Hearing Date: December 19, 2011, 10:00 am

**FEE DETAIL FOR DAY PITNEY LLP'S
FORTY-FIRST QUARTERLY APPLICATION FOR THE PERIOD
FROM APRIL 1, 2011 THROUGH JUNE 30, 2011**

¹ The Debtors consist of the following 62 entities: W. R. Grace and Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace and Co.-Conn., A-1 Bit and Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., EandC Liquidating Corp., Emerson and Cuming, Inc.), Southern Oil, Resin and Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT B

EXHIBIT B

FEEES FOR THE FEE PERIOD
APRIL 1, 2011 THROUGH APRIL 30, 2011²

Client: 482910 W.R. GRACE & CO.

Matter: 111099 TRENTON ENVIRONMENTAL ISSUES

04/01/11	E-mail and follow-up regarding remediation issues with DEP		
14	A. Marchetta	0.8	536.00
04/01/11	Address A. Marchetta memo on NJDEP issues and follow up on same; memos with clients		
14	W. Hatfield	0.4	174.00
04/04/11	Conference call with client and consultant regarding remediation issues and strategy; prepare with W. Hatfield regarding same		
14	A. Marchetta	0.8	536.00
04/04/11	Call with A. Marchetta on case issues; prepare for and attend call with clients on strategy; call with clients and URS on matter and path forward with NJDEP; call with A. Marchetta to follow up on matter (.1)		
14	W. Hatfield	0.9	391.50
04/06/11	Review memo from URS on call with NJDEP and prepare memo to A. Marchetta with comments on same		
14	W. Hatfield	0.6	261.00
04/06/11	Review e-mail from URS and follow-up with W. Hatfield regarding same		
14	A. Marchetta	1.0	670.00
04/07/11	Follow up issues and memos on NJDEP issues and schedule strategy		
14	W. Hatfield	0.3	130.50
04/07/11	Follow-up regarding Nickerson response and call regarding same		
14	A. Marchetta	0.8	536.00

² Legend for Day Pitney LLP's fees:

22 = Environmental matters/regulations/litigation

14 = Case Administration, category 4

04/11/11	Prepare for and conference call with clients and expert; follow-up with W. Hatfield regarding same		
14	A. Marchetta	0.8	536.00
04/11/11	Prepare for call with clients on NJDEP strategy		
14	W. Hatfield	0.2	87.00
04/12/11	E-mails and telephone calls regarding ISRA issues and conference call regarding same		
14	A. Marchetta	0.4	268.00
04/13/11	Conference with W. Hatfield; prepare for and conference with clients and consultants regarding ISRA/ECRA issues; follow-up with B. Moffitt regarding lease information and tax map		
14	A. Marchetta	1.8	1,206.00
04/13/11	Prepare for call with clients; review prior ISRA materials on property information and size; history; call with clients and URS on matter; follow up on matter with A. Marchetta; discuss ECRA issues with C. Donovan; review memo and lease information from client and prepare memo to A. Marchetta on ECRA issue; address former leases with B. Moffitt and memo to case team on path forward; follow up on additional lease information from Grace		
14	W. Hatfield	2.1	913.50
04/13/11	Confer with A. Marchetta and W. Hatfield re strategy concerning LSRP program and review file documents regarding site leases and related issues		
14	B. Moffitt	5.2	2,262.00
04/13/11	Work with B. Moffitt to identify documents with respect to lease agreements for site		
14	S. Parker	0.7	133.00
04/14/11	Work with B. Moffitt and S. Parker regarding leases and site diagrams for delineation and ISRA issues		
14	A. Marchetta	1.4	938.00
04/14/11	Confer with B. Moffitt regarding timing of operations issue		
14	C. Donovan	0.1	46.00
04/14/11	Confer with A. Marchetta and C. Donovan re strategy concerning LSRP program and continued review file of documents regarding site leases and related issues		
14	B. Moffitt	2.3	1,000.50
04/14/11	Work on project to identify, compile and organize production documents		

	with respect to lease agreements for site, including work with B. Moffitt regarding same		
14	S. Parker	1.9	361.00
04/15/11	Review leases and conference with W. Hatfield and B. Moffitt regarding client information from same for DEP		
14	A. Marchetta	1.0	670.00
04/15/11	Memos with C. Donovan on lease issues; memos with A. Marchetta and B. Moffitt on matter		
14	W. Hatfield	0.3	130.50
04/18/11	Conference with W. Hatfield regarding call to Mike Acker on submissions to DEP		
14	A. Marchetta	0.5	335.00
04/19/11	Call with W. Hatfield regarding conference with client; follow-up with B. Moffitt regarding investigation of real estate information		
14	A. Marchetta	0.8	536.00
04/19/11	Follow up on ISRA issues; call with clients on matter; address lease and EPA response by Grace on site history with case team		
14	W. Hatfield	0.6	261.00
04/19/11	Confer with A. Marchetta and W. Hatfield re strategy concerning LSRP program and continued review of file documents regarding site leases and related issues		
14	B. Moffitt	2.6	1,131.00
04/19/11	Conduct searches in order to identify additional documents requested by B. Moffitt with respect to lease agreements for site		
14	S. Parker	0.4	76.00
04/20/11	E-mails, telephone calls and follow-up regarding site information for client; conference with B. Moffitt and W. Hatfield regarding same		
14	A. Marchetta	0.9	603.00
04/20/11	Review B. Moffitt memos on lease issues; prepare memo to case team on 1986 ECRA issues and summary of call with client; URS and LSRP issues; analysis of ISRA issues and path forward on matter; case team memos on proposed call with clients on matter		
14	W. Hatfield	0.9	391.50
04/20/11	Review all prior leases and amendments and correspondence; confer with B. Moffitt regarding same.		
14	C. Donovan	0.9	414.00

04/21/11	Telephone calls with attorneys and client regarding strategy for site; conference with W. Hatfield regarding same		
14	A. Marchetta	1.0	670.00
04/21/11	Address lease issues with C. Donovan; strategize with A. Marchetta on LSRP program and expansion of ISRA work with URS		
14	W. Hatfield	0.5	217.50
04/21/11	Confer with W. Hatfield re strategy concerning LSRP program		
14	B. Moffitt	0.1	43.50
04/22/11	Telephone calls and follow-up regarding site strategy		
14	A. Marchetta	0.4	268.00
04/25/11	E-mails and follow-up regarding site procedures; conference with W. Hatfield regarding same		
14	A. Marchetta	0.5	335.00
04/25/11	Address strategy on LSRP matters		
14	W. Hatfield	0.2	87.00
04/26/11	Telephone calls regarding conference with client and consultant; conference regarding Nickerson position, LSRP; telephone call with client regarding same		
14	A. Marchetta	1.0	670.00
04/26/11	Calls with client on NJDEP issues; review URS message on contacts with case manager on LSRP issues; meeting with case team on matter; call with case team and clients on strategy issues; call with case team, clients and URS on path forward; follow up on client questions concerning lease and settlement issues; review B. Moffitt memo on settlement issues		
14	W. Hatfield	1.4	609.00
04/26/11	Participate in conference call and confer with A. Marchetta and W. Hatfield re strategy concerning LSRP program and continued review of file documents regarding site leases and related issues		
14	B. Moffitt	3.4	1,479.00
04/27/11	Follow-up with B. Moffitt regarding lease analysis and forward same to client		
14	A. Marchetta	0.8	536.00
04/27/11	Analyze leases regarding LSRP program issues and prepare e-mail regarding same		
14	B. Moffitt	2.9	1,261.50

04/27/11	Work with B. Moffitt regarding preparation of email summarizing issues related to lease agreements for site		
14	S. Parker	0.4	76.00
04/29/11	Follow up regarding research on lease issues and settlement agreement; information to client from B. Moffitt		
14	A. Marchetta	0.7	469.00

Attorney Summary

Timekeeper	Hours	Rate	Dollars
C. Donovan	1.00	460.00	460.00
W. Hatfield	8.40	435.00	3,654.00
A. Marchetta	15.40	670.00	10,318.00
B. Moffitt	16.50	435.00	7,177.50
S. Parker	3.40	190.00	646.00
TOTALS	44.70		\$22,255.50

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE (DISCOUNTED)</u>
A. Marchetta	14	15.4	670.00	10,318.00
C. Donovan	14	1.0	460.00	460.00
W. Hatfield	14	8.4	435.00	3,654.00
B. Moffitt	14	16.5	435.00	7,177.50
S. Parker	14	3.4	190.00	646.00
TOTAL		44.7		\$22,255.50

FEEES FOR THE FEE PERIOD
MAY 1, 2011 THROUGH MAY 31, 2011

Client: 482910 W.R. GRACE & CO.

Matter: 111099 TRENTON ENVIRONMENTAL ISSUES

05/05/11 22	Forward articles on Grace/Libby to case team W. Hatfield	0.2	87.00
05/11/11 22	Follow up regarding information on lots A. Marchetta	0.3	201.00
05/11/11 22	Review URS memo and LSRP draft form; forward to case team with comment on property designation W. Hatfield	0.4	174.00
05/12/11 22	Conference with B. Moffitt regarding information for DEP; follow up with W. Hatfield regarding same A. Marchetta	0.4	268.00
05/12/11 22	Follow up regarding lease information to DEP regarding Lot 19.2 A. Marchetta	0.4	268.00
05/12/11 22	Review file and respond to W. Hatfield inquiry re lot at issue and confer with A. Marchetta regarding same. B. Moffitt	0.4	174.00
05/13/11 22	Review memos on LSRP forms and execution by client; forward to case team W. Hatfield	0.2	87.00
05/17/11 22	Review URS memo and forward to case team on LSRP application W. Hatfield	0.2	87.00
05/25/11 22	Follow up regarding URS request A. Marchetta	0.4	268.00
05/25/11 22	Review URS memo to DEP on LSRP application status and forward to case team W. Hatfield	0.1	43.50

Attorney Summary

Timekeeper	Hours	Rate	Dollars
W. Hatfield	1.10	435.00	478.50
A. Marchetta	1.50	670.00	1,005.00
B. Moffitt	0.40	435.00	174.00
TOTALS	3.00		1,657.50

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE (DISCOUNTED)</u>
A. Marchetta	22	1.5	670.00	1,005.00
W. Hatfield	22	1.1	435.00	478.50
B. Moffitt	22	0.4	435.00	174.00
TOTAL		<u>3.0</u>		<u>1,657.50</u>

Client: 482910 W.R. GRACE & CO.
 Matter: 095992 CHAPTER 11 ADMINISTRATION

05/11/11	Continue preparing fee application for March 2011		
B160	J. Gates	0.3	97.50
05/12/11	Attend to filing of fee application for March 2011; e-mails		
B160	J. Gates	0.2	65.00

Attorney Summary

Timekeeper	Hours	Rate	Dollars
J. Gates	0.50	325.00	162.50
TOTALS	0.50		162.50

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE (DISCOUNTED)</u>
J. Gates	B160	0.5	325.00	162.50
	TOTAL	<u>0.5</u>		<u>162.50</u>

FEEES FOR THE FEE PERIOD
JUNE 1, 2011 THROUGH JUNE 30, 2011

Client: 482910 W.R. GRACE & CO.

Matter: 111099 TRENTON ENVIRONMENTAL ISSUES

06/01/11	Memos with A. Marchetta on case issues; review client and URS memo; notice from NJDEP; forward to A. Marchetta; memo on LSRP program		
22	W. Hatfield	0.4	174.00
06/10/11	Follow up regarding e-mails concerning moving site into LSRP program		
22	A. Marchetta	0.3	201.00
06/11/11	Review URS memo on site accepted into LSRP; forward to A. Marchetta		
22	W. Hatfield	0.1	43.50
06/20/11	Review proposal regarding remediation		
22	A. Marchetta	0.3	201.00
06/20/11	Review memo from URS and forward to case team		
22	W. Hatfield	0.1	43.50
06/21/11	Review e-mail from client and follow up with W. Hatfield regarding conference with client on remediation proposal		
22	A. Marchetta	0.4	268.00
06/21/11	Address client and URS memos on schedule and access issues; URS proposal; forward to case team		
22	W. Hatfield	0.3	130.50
06/22/11	Review URS proposal; confer W. Hatfield; participate in conference call with W. Hatfield and client.		
22	C. Donovan	1.0	460.00
06/22/11	Review e-mails and follow up regarding decisions on remediation plan with DEP		
22	A. Marchetta	0.3	201.00
06/22/11	Review URS memo on proposal; call with clients on access agreement and strategy issues on RR		
22	W. Hatfield	0.3	130.50
06/23/11	LSRP issue and follow up with W. Hatfield		
22	A. Marchetta	0.2	134.00

06/27/11	Update A. Marchetta on matter; memo to C. Donovan on LSRP issues and access		
22	W. Hatfield	0.4	174.00
06/27/11	Follow up regarding remediation plan		
22	A. Marchetta	0.4	268.00
06/27/11	Email exchange with W. Hatfield.		
22	C. Donovan	0.1	46.00

Attorney Summary

Timekeeper	Hours	Rate	Dollars
C. Donovan	1.10	460.00	506.00
W. Hatfield	1.60	435.00	696.00
A. Marchetta	1.90	670.00	1,273.00
TOTALS	4.60		2,475.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
A. Marchetta	22	1.9	670.00	1,273.00
C. Donovan	22	1.1	460.00	506.00
W. Hatfield	22	1.6	435.00	696.00
TOTAL		<u>4.6</u>		<u>2,475.00</u>

Client: 482910 W.R. GRACE & CO.
 Matter: 095992 CHAPTER 11 ADMINISTRATION

06/21/11	Review, revise and follow up with J. Gates regarding DP's April 2011 Fee Application		
B160	S. Zuber	0.2	105.00
06/21/11	Draft and finalize fee application for April 2011; e-mails to/from S. Zuber regarding same; e-mail fee application to L. Oberholzer for filing with court		
B160	J. Gates	1.2	390.00

Attorney Summary

Timekeeper	Hours	Rate	Dollars
S. Zuber	0.20	525.00	105.00
J. Gates	1.20	325.00	390.00
TOTALS	1.40		495.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
J. Gates	B160	1.2	325.00	390.00
S. Zuber	B160	0.2	525.00	105.00
TOTAL		<u>1.4</u>		<u>495.00</u>

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: : Chapter 11
:
W. R. GRACE & CO., *et al.*,¹ : Case No. 01-01139 (JKF)
: (Jointly Administered)
Debtors. :
: Objection Deadline: December 5, 2011
: Hearing Date: December 19, 2011 at 10:00
a.m.

**VERIFIED APPLICATION OF DAY PITNEY LLP FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL TO
W.R. GRACE & CO., *ET AL.*, FOR THE INTERIM PERIOD
APRIL 1, 2011 THROUGH JUNE 30, 2011**

Pursuant to sections 327, 330 and 331 of title 11 of the United States Code (as amended, the "Bankruptcy Code"), Fed. R. Bankr. P. 2016, the "Retention Order" (as defined below), the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the "Interim Compensation Order") and Del.Bankr.LR 2016-2, the law firm of Day

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Pitney LLP ("Day Pitney")², special counsel and ordinary course professional³ for the above-captioned debtors and debtors in possession (collectively, the "Debtors") in their Chapter 11 cases, hereby applies for an order approving: (i) compensation in the amount of \$27,045.50 for the reasonable and necessary legal services Day Pitney has rendered to the Debtors, which amount includes 80% of the fees already approved, except as set forth in footnote 4 herein, from the prior monthly fee application for April 2011, May 2011 and June 2011⁴; and (ii) reimbursement in the amount of \$0.00 for the actual and necessary expenses that Day Pitney incurred in representing the Debtors (the "Application"), during the period from April 1, 2011 through June 30, 2011 (the "Fee Period"). In support of this Application, Day Pitney respectfully represents as follows:

Retention of and Continuing Disinterestedness of Day Pitney

1. On April 2, 2001 (the "Petition Date"), the Debtors each filed voluntary petitions for relief under chapter 11 of Title 11, United States Code (collectively, the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors have continued to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On April 12, 2001, the office of the United States Trustee appointed: (i) a committee of unsecured creditors in the Chapter 11 Cases; (ii) a committee of asbestos personal injury claimants; and (iii) a committee of asbestos property

² As of January 1, 2007 and as the result of a merger, Pitney Hardin LLP became known as Day Pitney LLP. A Notice of Name Change was filed on January 11, 2007 at docket entry #14287.

³ Day Pitney's fee requests initially only related to three (3) matters for which Day Pitney was retained as special counsel to the Debtors. Following discussions with the Office of the United States Trustee and counsel for Debtors, Day Pitney has included in its fee applications all matters in which Day Pitney represents the Debtors either as special counsel or an ordinary course professional.

⁴ Day Pitney notes that a "Certificate of No Objection" does not appear to have been entered with respect to its June 2011 fee application, and that this application remains "pending" at the time of this submission. Day Pitney is not aware of any objections to its June 2011 fee application.

damage claimants. On June 18, 2001, the office of the United States Trustee appointed a committee of equity security holders.

2. By this Court's order dated May 30, 2001 (the "Retention Order"), the Debtors were authorized to retain Day Pitney as special counsel, effective as of the Petition Date, with regard to the following three (3) matters, more particularly described in the application filed in support of such retention: (a) *In re Intercat, Inc.*; (b) *Maryland Cas. v. W. R. Grace & Co., et al.*; and (c) *Gloucester New Communities Company, Inc. v. Del Monte Corporation, et al.*

3. The Retention Order authorizes the Debtors to compensate Day Pitney at Day Pitney's hourly rates, which are being charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that it incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, all applicable local rules, and orders of this Court. A copy of the Retention Order is attached hereto as Exhibit "A."

As disclosed in the Affidavit of Anthony J. Marchetta in Support of Application of the Debtors for the Entry of an Order Authorizing the Retention and Employment of Pitney, Hardin, Kipp & Szuch LLP as Special Counsel to the Debtors (the "Marchetta Affidavit"), Day Pitney does not hold or represent any interest adverse to the Debtors' estates with respect to the matters on which Day Pitney is to be employed.

4. Day Pitney may have in the past represented, may currently represent, and likely in the future will represent, parties-in-interest in connection with matters unrelated to the Debtors and the Chapter 11 Cases. Day Pitney disclosed in the Marchetta Affidavit its connections to parties-in-interest that it has been able to ascertain using its reasonable efforts.

Day Pitney will update the Marchetta Affidavit when necessary and when Day Pitney becomes aware of material new information.

5. Day Pitney performed the services for which it is seeking compensation on behalf of or for the Debtors and their estates, and not on behalf of any committee, creditor or other person.

6. Day Pitney has received payments applied for and authorized under the Interim Compensation Order.

7. Pursuant to Fed. R. Bank. P. 2016(b), Day Pitney has not shared, nor has agreed to share: (a) any compensation it has received or may receive with another party or person other than with the partners, counsel and associates of Day Pitney; or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases. This is the forty-first quarterly application for interim compensation for services rendered that Day Pitney has filed with the Bankruptcy Court in connection with the Chapter 11 Cases.

Reasonable and Necessary Services Rendered by Day Pitney

8. Day Pitney submits this Application pursuant to the Retention Order seeking approval of: (i) compensation in the amount of \$27,045.50 for the reasonable and necessary legal services Day Pitney has rendered to the Debtors, which amount includes 80% of the fees already approved, except as set forth above in footnote 4, from the prior monthly fee applications for April 2011, May 2011, and June 2011; and (ii) reimbursement in the amount of \$0.00 for the actual and necessary expenses that Day Pitney incurred.

9. Day Pitney has maintained detailed records of the time expended in rendering the professional services performed on behalf of the Debtors in this case. Such time

records were generated contemporaneously with the performance of the professional services described therein and in the ordinary course of Day Pitney's practice. The individual time records were recorded by the attorney or legal assistant who rendered the particular services described. Annexed hereto as Exhibit "B" is a copy of the actual time records maintained by Day Pitney for services rendered during the Fee Period.

10. Day Pitney also maintains records of all necessary expenses and disbursements (collectively, the "Expenses") incurred by Day Pitney in connection with the performance of its services. Day Pitney did not incur any expenses in connection with the performance of its services during the Fee Period.

11. Bankruptcy Code Section 330 authorizes bankruptcy courts to award professionals employed by the Debtors under Bankruptcy Code Section 327 "reasonable compensation" for actual and necessary services rendered to the Debtors by such professionals. Under Bankruptcy Code section 330, the reasonableness of the compensation sought by a professional is determined by consideration of the nature, extent and value of such services, taking into account, *inter alia*, the following: (a) the time spent on such services; (b) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the task; and (c) the cost of comparable services for non-bankruptcy cases.

12. Day Pitney respectfully submits that the professional services which it has rendered and the expenses that it has incurred on behalf of the Debtors were necessary and have resulted in substantial benefits to the Debtors. Set forth below is a summary of the services provided by Day Pitney to the Debtors during the Fee Period. Based upon an analysis of each of

the foregoing, Day Pitney respectfully submits that the compensation sought in this Application is reasonable.

Services Rendered

13. During the Fee Period, Day Pitney rendered professional legal services, on an hourly basis, to the Debtors in connection with the following matter: *Trenton Environmental Issues, and Chapter 11 Administration*. Day Pitney respectfully submits that the time entries on Exhibit "B" adequately describe the services rendered on those matters.

14. A detailed summary of the engagement costs incurred for each of the above-noted matters is set forth in Exhibit "C."

Representations

15. Day Pitney believes that the Application is in compliance with the requirements of Del.Bankr.LR 2016-2.

16. Although every effort has been made to include all fees and expenses from the Fee Period in the Application, some fees and expenses from the Fee Period might not be included in the Application due to accounting and processing delays. Day Pitney reserves the right to make further application to the Court for allowance of fees and expenses for the Fee Period not included herein.

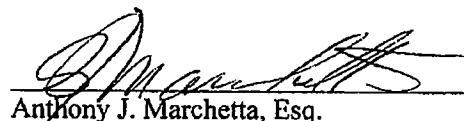
17. In summary, by this Application, Day Pitney requests approval for compensation of fees and expenses in the total amount of \$27,045.50 consisting of: (i) compensation in the amount of \$27,045.50 for the reasonable and necessary legal services Day Pitney has rendered to the Debtors, which amount includes 80% of the fees already approved, except as set forth above in footnote 4, from the prior monthly fee applications for April 2011,

May 2011 and June 2011; and (ii) reimbursement in the amount of \$0.00 for the actual and necessary expenses that Day Pitney incurred.

WHEREFORE, Day Pitney respectfully requests that the Court approve an award to Day Pitney of 100% of the reasonable and necessary professional services Day Pitney has rendered to the Debtors during the Fee Period, including the 80% already received on an interim basis by way of the monthly fee applications from April 2011, May 2011 and June 2011. Day Pitney respectfully requests further that all awarded fees and expenses be paid as administrative expenses of the Debtors' estates and that this Court grant such further relief as is equitable and just.

Parsippany, New Jersey
Dated: November 15, 2011

Respectfully submitted,
DAY PITNEY LLP



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